

ZUCKERT SCOUTT & RASENBERGER, L.L.P.

ATTORNEYS AT LAW

888 Seventeenth Street, NW, Washington, DC 20006-3309
Telephone (202) 298-8660 Fax (202) 342-0683
www.zsrlaw.com



JAMES A CALDERWOOD

October 29, 2008

BY HAND DELIVERY

Anne K. Quinlan
Acting Secretary
Surface Transportation Board
395 E St., S.W.
Washington, D.C. 20423-0001

223866
FILED
OCT 29 2008
SURFACE
TRANSPORTATION BOARD

Re: Mayflower Transit, LLC Pooling Modification Application

Dear Secretary Quinlan:

I enclose for filing in the above-referenced docket an original and 10 copies of a Mayflower Transit, LLC Pooling Modification Application. A check in the amount of \$4,400 is enclosed for the filing fee of the pooling application.

Sincerely,

James A. Calderwood

Encl

FEE RECEIVED

OCT 29 2008

SURFACE
TRANSPORTATION BOARD

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BEFORE THE
SURFACE TRANSPORTATION BOARD

DOCKET NO. MC-F-17950

MAYFLOWER TRANSIT, LLC
POOLING MODIFICATION APPLICATION



This application to modify the pooling agreement of Mayflower Transit, LLC
("Mayflower") is filed pursuant to 49 U.S.C. § 14302 and the regulations of the Surface
Transportation Board ("STB" or "Board") at 49 C.F.R. Part 1184.

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**SURFACE
TRANSPORTATION BOARD**

I.

INTRODUCTION

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**SURFACE
TRANSPORTATION BOARD**

Mayflower and its agents who hold motor carrier registrations ("authority") pursuant to
49 U.S.C. § 13902 ("carrier agents"), and wholly owned and controlled subsidiary motor carriers
of Mayflower, seek through this application to modify Mayflower's pooling arrangement as
described herein.

This request is prompted by the many changes that have occurred in recent years with
respect to the household goods moving industry.¹ Under the modification requested here
Mayflower's carrier agents would not transport interstate household goods moves under their
own authority except that they may, subject to Mayflower policies, utilize their own motor

¹ This application applies to the transportation of household goods as defined at 49 U.S.C. § 14302(h)(1)
by Mayflower and its carrier agents. No modification is sought with respect to the transportation of
general commodities.

carrier authority for household goods (i.e. their registration under 49 U.S.C. § 13902) for service to the Department of Defense and other government agencies.

Under a decision issued by the Interstate Commerce Commission ("ICC") in ICC No. MC-F-17950, Mayflower Transit, Inc., DBA Aero Mayflower Transit Company, Inc., et al. Pooling Application, (decided February 4, 1987), carrier agents of Mayflower have been restricted to interstate shipments under their own authority depending on which of two options (termed Option II and Option IV) they select. Under Option II carrier agents are restricted to 150 miles and under Option IV they are restricted to 450 miles. For distances greater than these two options Mayflower carrier agents turn over ("book") all other interstate shipments to Mayflower to be transported under Mayflower's authority. In more recent years Mayflower has adopted policies to encourage carrier agents to book all interstate shipments into the Mayflower system such as giving carrier agents financial incentives to do so. Mayflower estimates that in 2007 carrier agents handled less than 5 percent of agent-generated moves under their own authority, instead booking most of their interstate traffic into the Mayflower system where it moves under Mayflower's authority.

A number of developments have altered the situation for Mayflower and its carrier agents, prompting the need for changes to the Mayflower operational structure as requested here.

Among the recent dramatic changes impacting the household goods moving industry was the abolition of collective ratemaking effective January 1, 2008, in accordance with the STB's decision in STB Ex. Parte No. 656, Motor Carrier Bureaus – Periodic Review Proceeding,

(served May 7, 2007). That decision led to the demise of the Household Goods Carriers Bureau Committee which, including its predecessors, had for over 50 years collectively set the rates for household goods moves and published a uniform tariff used by practically every motor carrier in the industry, including Mayflower and its carrier agents.² Today such rates are not collectively set and there is no uniform tariff. Accordingly, with this change there is a much greater probability that carrier agents of Mayflower could have tariffs containing terms and conditions as well as rate structures that differ from those of Mayflower. This has the real potential to cause shipper confusion.

Typically a carrier agent handles a move under its own authority in equipment that is also used for moves under Mayflower's authority and bearing the name, distinctive colors, trademark and Department of Transportation ("DOT") registration number of Mayflower. This can also lead to shipper confusion as to what carrier (Mayflower or the carrier agent) is actually responsible for the load. Now, with the possibilities of differences in tariff structures this problem would be exacerbated if carrier agents continued to transport interstate shipments under their own authority.

In addition, motor carriers of household goods are required to follow the consumer protection regulations of the Federal Motor Carrier Safety Administration ("FMCSA"), part of DOT, which mandate various actions that the mover must take such as specific requirements for estimates, the election of valuation and the collection of charges. 49 C.F.R. Part 375. A shipper being served by a carrier agent operating under its own authority rather than Mayflower itself

² Motor carriers of household goods are the only segment of the motor carrier industry still required to publish a tariff. 49 U.S.C. § 13702(a)(2).

may not be certain as to what entity is responsible to him or her for the requirements of these regulations.

Another issue Mayflower is now facing is increased competition for the movement of household goods from motor carriers of freight in addition to competition with traditional household goods movers. Beginning with an administrative ruling by the FMCSA on June 13, 2001, followed by legislative changes in the Household Goods Mover Oversight Enforcement and Reform Act of 2005, motor carriers of freight may provide “drop and load” service whereby they position a container or trailer for a householder, such as at the householder’s residence, for loading by the householder. The freight carrier then hauls it to the householder’s new residence or into storage. This is not considered a “household goods” move and is therefore not subject to tariff requirements or the FMCSA consumer rules. 49 U.S.C. § 13102(12)(c). Regardless of the definition of “household goods,” however, the realities of the marketplace dictate that increased competition from any source demands increased efficiencies.

By carrier agents tendering all traffic into the Mayflower system, additional efficiencies may be achieved and carrier agents as well as Mayflower and the moving public will benefit. A van line system obtains efficiencies through the sophisticated matching of available capacity with shipper demand. Multiple shipments are often loaded on the same van with pickups and deliveries taking place as the van is transported. The Mayflower system aims to fill vans as much as possible while they are transporting goods. This benefits the operator (driver), who often owns or leases the equipment and receives as compensation a portion of the revenue from each load. As the operator can handle more volume, it assists in eliminating unnecessary fuel

consumption because fewer vehicles are only partially loaded and in general there is better control over expenses and operations.

In 1986, the Court of Appeals for the D.C. Circuit, in upholding a decision of the ICC not to hold a hearing with respect to an application of United Van Lines to limit the scope of agent operations under an agent's own authority, reviewed the statutory changes that were causing realignment in the household goods moving industry. Three Way Corporation v. ICC, 792 F.2d 232, cert. denied, 479 U.S. 985 (1986). As noted by the D.C. Circuit, the Motor Carrier Act of 1980 made it easier for carriers to enter the interstate market or expand their operations on an interstate basis. Three Way v. ICC, supra, at 233-34. This meant that van line agents that previously could obtain only limited operating authority, if they could obtain authority at all, could receive expansive operating authority from the ICC and, in effect, begin to compete against their own van lines. The traditional concept of motor carrier operating authority was virtually eliminated with enactment of the Transportation Industry Regulatory Reform Act of 1994 (TIRRA).³ The ICC Termination Act of 1995 (ICCTA) entirely eliminated the historical operating authority concept and established a simple registration process administered by DOT. 49 U.S.C. § 13902. This has led to the "free rider" problem whereby Mayflower carrier agents have the ability to compete with Mayflower itself.

In Three Way v. ICC, supra, at 237-238, the D.C. Circuit noted that competition should take place at the level of van line against van line ("interbrand competition"), not within a van line system of agent against its own van line ("intra-brand competition"). The decision noted

³ See ICC Ex Parte No. MC-222, Policy Statement on the Transportation Industry Regulatory Reform Act of 1994.

United's desire to reduce the "free-rider problem" whereby a carrier agent could attract and service business because of its affiliation with United yet not share any part of the revenue with United. This tended to undermine not only United, but also those carrier agents who support the United system. The same reasoning holds true for Mayflower.

In Rothery Storage & Van Co. v. Atlas Van Lines, 792 F.2d 210 (D.C. Cir. 1986), cert. denied, 479 U.S. 1033 (1987); the D.C. Circuit rejected a Sherman Act challenge to the policy of Atlas Van Lines forbidding its agents from possessing interstate authority. In Rothery, the court discussed the legitimate concern of the van line over free riding by its agents. The court stated at pp. 212-213:

This increased potential for the diversion of interstate business to its carrier agents posed two potential problems for Atlas. Each of these problems is a version of what has been called the "free ride." A free ride occurs when one party to an arrangement reaps benefits for which another party pays, though that transfer of wealth is not part of the agreement between them. The free ride can become a serious problem for a partnership or joint venture because the party that provides capital and services without receiving compensation has a strong incentive to provide less, thus rendering the common enterprise less effective. The first problem occurs because, by statute, a van line incurs strict liability for acts of its agents exercising "actual or apparent authority," 49 U.S.C. § 10934(a) (1982) [now codified at 49 U.S.C. § 13907]. Thus, an increase of shipments made on the agents' independent authority, but using Atlas' equipment, uniforms, and services would create the risk of increased liability for Atlas although Atlas received no revenue from those shipments. Second, because carrier agents could utilize Atlas services and equipment on non-Atlas interstate shipments, the possible increase of such shipments means that Atlas might make large outlays for which it received no return.

As explained more fully below, Mayflower also desires in this application to remove certain detailed restrictions from an ICC decision in 1987 that set precise levels of compensation for agents tied to particular agent mileage limits and the form of agency agreement, as well as

any prohibitions or restrictions against carrier agents from possessing broker authority or filing separate tariffs.

Additionally, Mayflower wishes to note its change of corporate organization. It is now a limited liability company under Missouri law.

II.

UNIGROUP, INC.

Mayflower is a wholly owned subsidiary of Transportation Services Group, Inc. (TSGI), which is a wholly owned subsidiary of UniGroup, Inc. ("UniGroup"), a holding company. United Van Lines, LLC ("United") is also a wholly owned subsidiary of TSGI. UniGroup's acquisition of Mayflower was not challenged by the ICC in 1995 when a notice of the acquisition was made with the ICC through the ICC's Notice of Exemption process then appearing at what was 49 C.F.R. Part 1186, ICC Docket No. MC-F-20672. At the time of that exemption, UniGroup already owned United. UniGroup provides various administrative and "back office" services that are shared by its subsidiaries, and the revenues from the various UniGroup subsidiaries are consolidated at the holding company level.

United has separately filed a similarly structured pooling modification application with the Board contemporaneously with this one filed for Mayflower. As with Mayflower, United also has agents with operating authority to transport household goods. They are listed in Appendix A of the United application.

III. STANDARDS FOR REVIEW

In accordance with 49 U.S.C. § 14302(c)(2), when a pooling application is made, the Board is initially to make a determination as to “whether the agreement or combination is of major transportation importance and whether there is substantial likelihood that the agreement or combination will unduly restrain competition.” If it is determined that neither of these two factors exists, then the Board may approve and authorize the agreement without a hearing. 49 C.F.R. § 1184.3. In Three Way v. ICC, *supra*, the D.C. Circuit determined that the ICC had acted properly when it approved without hearing a mileage limitation with respect to carrier agents of United.⁴

The statutory standards for approval are that the agreement “(1) will be in the interest of better service to the public or of economy of operation; and (2) will not unreasonably restrain competition ” 49 U.S.C. § 14302(b). See ICC Ex Parte No. MC-141, Policy Statement on Motor Carrier Pooling Application, 127 M.C.C. 746 (decided March 30, 1981).

By statute, the Board is to “streamline, simplify, and expedite, to the maximum extent practicable, the process (including any paperwork) for submission and approval of applications under this section for agreements and combinations between motor carriers providing transportation of household goods and their agents.” 49 U.S.C. § 14302(c)(5).

⁴ In 2005 the STB approved a pooling arrangement of Atlas Van Lines without a hearing under which carrier agents of Atlas could use their operating authority only to serve the Department of Defense. STB Docket No. MC-F-21010, Atlas Van Lines, Inc. – Pooling Agreement (served February 23, 2005).

IV.

A. IDENTIFICATION OF ALL THE CARRIERS WHO ARE PARTIES

(49 C.F.R. § 1184.2(a))

The parties to the pooling arrangement are Mayflower Transit, LLC , its carrier agents, and certain motor carriers owned and controlled by Mayflower that participate, subject to Mayflower policies, in shipments exclusively for the government, including the Department of Defense. The carrier agents as well as the Mayflower subsidiary motor carriers are listed in Appendix A.

B. GENERAL DESCRIPTION OF THE TRANSACTION

(49 C.F.R. § 1184.2(b))

In accordance with the modification for which approval is requested, Mayflower's carrier agents would tender all interstate household goods shipments to Mayflower for transportation except that such agents could, subject to Mayflower policies, utilize their own authority (i.e. registration under 49 U.S.C. § 13902) while participating in shipments for the government, including the Department of Defense.

The ability of carrier agents to utilize their own authority for service to the government is necessitated in part because of a requirement of the Department of Defense that those providing

service to it be registered with the FMCSA. Accordingly, as noted, this pooling modification request is similar to the STB's decision in STB Docket No. MC-F-21010 Atlas Van Lines, Inc., et al. – Pooling Agreement (decided February 23, 2005) whereby Atlas Van Lines was permitted to pool Department of Defense household goods traffic with its agents who transported such traffic on their own authority.⁵

Under this modification, all household goods loads—except perhaps those for the government—are booked into the Mayflower system, which provides for dispatch, maintains processes for compliance with the consumer protection regulations, maintains a legally required tariff, disburses payments, qualifies drivers, processes claims, and provides for a uniform operation. *Mayflower will have the ability to set standards for all agents with a view toward increasing efficiencies where possible and to enable Mayflower and its agent family to more effectively compete with other transportation services providers (“interbrand competition”).*

By this application Mayflower also seeks to modify certain other aspects of its pooling arrangement because they are now anachronistic and impede the flexibility required to operate a modern van line system. Specifically, Mayflower desires to remove provisions from the pooling arrangement that pertain to distribution of revenue to agents, equipment leasing, and form of agency agreement. Furthermore, Mayflower desires to remove any prohibitions or restrictions against its carrier agents from possessing broker authority or maintaining and filing their own independent tariffs. These requirements have far outlived the situations they were designed to address many years ago. They also mandate a degree of rigidity as to certain operations and

⁵ As in Three Way Corporation, supra, the STB did not order a hearing in Atlas Van Lines, Inc., et al. – Pooling Agreement, before approving the arrangement.

impede the need for flexibility in the contemporary transportation market.⁶ Mayflower would continue to have agency and equipment leasing agreements as well as compensation arrangements with its carrier agents, but it desires that these be in the form of written contracts that can be modified as situations change rather than prescribed in a pooling arrangement. These agreements would not alter the nature or scope of the pooling arrangement itself. Additionally, all such agreements between Mayflower and its carrier agents would of course conform with and be subject to all applicable statutes and regulations as well as orders and decisions of government agencies, including the STB.

In addition, Mayflower desires to institute a process under which additional Mayflower carrier agents could join this pooling arrangement by giving written notice to the STB. Such notice would include the following information: 1) the identity of the new participants, 2) agency status, 3) a copy of or other evidence of the carrier agent's household goods operating authority and 4) indicia of the carrier agent's necessary corporate approval for entry into the pool. See ICC Decision No. MC-F-19309, Decision No. MC-F-19309, *Wheaton Van Lines, Inc. – Pooling Application* (decided January 9, 1989). See also ICC Decision No. MC-F-20680 *Consol. Freightways Corp. of Del. & Tri-State Express Inc. – Pooling Agreement* (served February 10, 1995). Similarly, Mayflower desires to institute a process under which carrier agents terminated from the Mayflower system could be removed from this pooling arrangement by Mayflower or the carrier agent giving written notice to the STB of such termination.

⁶ The applicants here have reviewed all STB motor carrier pooling decisions since the Board was created 12 years ago and can find none which contain this degree of specificity for carrier operations.

**C. SPECIFIC DESCRIPTION OF THE OPERATING
AUTHORITIES SOUGHT TO BE POOLED**

(49 C.F.R. § 1184.2(c))

Mayflower has the authority to operate as a motor carrier transporting household goods and general commodities in accordance with its registration with the FMCSA under USDOT Number 125563 and MC Number 2934.

Attachment A is a list of the Mayflower carrier agents, as well as the applicable government and military carriers owned and controlled by Mayflower that will be parties to the pooling arrangement. Each agent's authority and DOT registration number is indicated along with the state where it is domiciled. The DOT registration of each can be viewed on the FMCSA website – www.fmcsa.dot.gov.

**D. BASIS TO ESTABLISH THAT THE AGREEMENT
IS A GENUINE POOLING ARRANGEMENT**

(49 C.F.R. § 1184.2(d))

Under 49 U.S.C. § 14302(a), motor carriers “may not agree or combine with another such carrier [motor carrier] to pool or divide traffic or services or any part of their earnings without the approval of the Board under this section.”

Mayflower's pooling arrangement allows Mayflower and its carrier agents to pool their traffic together for the sharing of traffic and revenue. A centralized system of bookings,

equipment utilization, a tariff, and standardized operations are maintained. Most of the equipment such as vans, trailers, and tractors are owned by or leased by carrier agents. Under the pooling arrangement, a centralized system is provided for utilizing this equipment. Revenue is then pooled and distributed in accordance with the level of participation by Mayflower and particular carrier agents in each move. Loads generated by different carrier agents can be dispatched on equipment that may or may not be owned or leased by the carrier agent responsible for generating the particular shipment. Among other things, this provides for greater efficiency in the utilization of equipment such as reducing empty backhauls or partially-filled vans or trailers.

The arrangement is not a lease or interline arrangement. A lease, as defined at 49 C.F.R. § 376.2(e), is a “contract or arrangement in which the owner grants the use of equipment, with or without driver, for a specified period to an authorized carrier.” Interline arrangements contemplate the exchange of equipment by one motor carrier that may have instituted a haul at its origin point with another motor carrier that delivers it to destination. It is basically an “interchange,” which is defined at 49 C.F.R. § 376.2(c) as the “receipt of equipment by one motor common carrier of property from another such carrier.” The Mayflower pooling arrangement encompasses far more than a lease arrangement or the exchange of equipment.

E. RELEVANT TRANSPORTATION MARKETS AFFECTED

(49 C.F.R. § 1184.2(e))

The relevant transportation market is nationwide. Carrier agents tend to generate moves from the particular communities where they have facilities and book these moves into the Mayflower system. Loads could have origin and destination points at practically any place within the contiguous states or Alaska. The nature of the market for household goods moves was described by the D.C. Circuit in Three Way v. ICC, *supra*, at 233:

Household goods traffic follows no predetermined pattern and it is extremely difficult for a single, unaffiliated carrier to secure return loads. Further, 60% of all household moves take place during the four month period between June 1 and September 30 creating equipment shortages during the peak season and leaving equipment idle during the rest of the year. To overcome these problems, the Commission [ICC] has allowed groups of carriers to participate in pooling arrangements where it is in the public interest.

F. THE COMPETITIVE ROUTING AND SERVICE ALTERNATIVES REMAINING

(49 C.F.R. § 1184.2(f))

Literally thousands of competitive routing and service alternatives are available from transportation service providers that are not part of the pooling arrangement. As noted previously, legislative developments such as TIRRA and ICCTA have eliminated the historic concept of route and commodities limitations so that motor carriers are now free to serve any location and transport practically any commodity, including household goods. There are no

longer any significant regulatory barriers to entering the market for transporting household goods.

According to the FMCSA, as of April 2006, there were 5,400 active interstate household goods carriers in the United States. 73 Federal Register 9270 (February 20, 2008).

Consequently, shippers have many alternatives for the transportation of household goods.

Additionally, as previously noted, motor carriers of freight may effectively transport household goods through drop and load shipper self-pack arrangements without adhering to the FMCSA consumer rules or maintaining a tariff under an FMCSA administrative ruling and the enactment of 49 U.S.C. § 13102(12)(c) as part of the Household Goods Movers Oversight Enforcement and Reform Act of 2005. There are also a number of internet sites to which shippers may turn to seek transportation service providers to move their household goods. These present shippers of household goods with numerous alternatives to the Mayflower system.

G. AN ESTIMATE OF THE PUBLIC BENEFITS

(49 C.F.R. § 1184.2(g))

There will be a public benefit from this arrangement because increased efficiencies can be realized and Mayflower will be better able to serve household goods shippers. There will be no diminution of competitive routing and service alternatives as all of the carrier agents are already agents of Mayflower. This pooling modification will enable the Mayflower organization to benefit shippers by offering more economic and responsive service. It will also help to alleviate confusion among shippers with respect to what carrier is providing the service and

which carrier's tariff may be applicable. In addition, it will also give Mayflower increased flexibility to operate in a changing transportation market.

H. EFFECT OF THE POOLING ARRANGEMENT ON PRESENT AND FUTURE COMPETITION

(49 C.F.R. § 1184.2(h))

The commodities involved would be household goods as defined at 49 U.S.C. § 14302(h)(1).

This pooling modification would enhance "interbrand competition," (i.e. competition with other major transportation service providers) by enabling Mayflower and its agent family to create the opportunity for additional efficiencies in operation, reduce free riding by agents, and lessen shipper confusion. These are among the reasons the D.C. Circuit held in Rothery Storage & Van Co. v. Atlas, *supra*, that barring agents from possessing interstate authority did not have anticompetitive effects and would not violate the antitrust laws. Similarly, the D.C. Circuit held in Three Way v. ICC, *supra*, that an agent mileage limitation would not unreasonably restrain competition. There would be little if any negative effect on present and future competition because all of the carrier agents are already agents of Mayflower and each currently books the vast majority of the interstate household goods traffic it generates into the Mayflower system.

In 2007 Mayflower had lower gross hauling revenues than in 2006. Due to general economic conditions, a turndown in the housing industry, and increased competition, it is very

difficult to project future traffic volumes and revenues. It is anticipated, however, that gross hauling revenues will continue to decline for the immediate future.

**I. CERTIFICATION THAT RATES FOR POOLING
OPERATIONS WOULD NOT VIOLATE THE
RESTRICTION ON COLLECTIVE RATEMAKING
(49 C.F.R. § 1184.2(i))**

It is hereby certified that the rates set for traffic moving under the proposed pooling modification will not violate the restrictions on collective ratemaking contained in 49 U.S.C. Subtitle IV and Board regulations.

**J. THE RELATIVE TRANSPORTATION IMPORTANCE
OF THE POOLING AGREEMENT AS IT WOULD AFFECT
THE PUBLIC AND THE NATIONAL TRANSPORTATION SYSTEM
(49 C.F.R. § 1184.2(j))**

The transportation importance of the requested pooling modification would be minimal in that the modification presents little change from current approved restrictions on Mayflower's carrier agents. The primary effects would be simply to increase efficiencies, improve service, enhance flexibility of operations, and lessen customer confusion.

This pooling modification would foster a more efficient use of resources and equipment

by enabling the Mayflower system to more rationally utilize equipment space and driver activity. Through increased efficiencies it will assist in reducing fuel consumption. At the same time, there will be no lessening of service to shippers of household goods because shipments previously handled by carrier agents can readily be accommodated, using the same transportation equipment, in the Mayflower system.

The national transportation system has evolved into a network of transportation service providers including brokers (often referred to as “relocation companies” with respect to household goods), 3PLs (third party logistics) providers, forwarders, web-based search and book services, freight carriers hauling household goods, as well as the traditional motor carrier of household goods. Many of these entities did not exist a few years ago. Under this pooling modification Mayflower and its carrier agents will be better able to function in a rapidly changing transportation market.

**K. NON-POOLING CARRIERS NOT INCLUDED
IN THE POOLING AGREEMENT
(49 C.F.R. § 1184.2(k))**

There are thousands of motor carriers of household goods that are not included in this pooling modification. In addition, there are various other types of transportation service providers to which shippers may turn to assist in arranging for household goods moves, including motor carriers of freight.

As previously noted, legislative changes such as TIRRA and ICCTA have eliminated the

historic concept of limited grants of authority so that today there are no substantial regulatory barriers to entry into the household goods moving market.

L. ENERGY AND ENVIRONMENTAL EFFECTS

(49 C.F.R. § 1184.2(l))

It is anticipated that the efficiencies available through this pooling modification will conserve the amount of fuel consumed on a per-ton basis by reducing the number of empty or partially empty miles that would otherwise be needed to transport household goods. The pooling modification will not have a negative impact on energy use or the environment.

M. COPIES OF SPECIFIC OPERATING AUTHORITIES

As noted, operating authority as traditionally granted by the ICC no longer exists in a statutory context. It has been replaced with a registration system administered by the FMCSA, part of DOT. 49 U.S.C. § 13902. Appendix A is a list of the carrier agents and the Mayflower subsidiary motor carriers that are parties to this pooling modification together with the DOT registration number of each. The registration information for these carrier agents can be found on the FMCSA website – www.fmcsa.dot.gov. The Mayflower registration is also available on the FMCSA website. The applicants hereby request a waiver from the Board's requirement at 49 C.F.R. § 1184.2 that "a copy of the specific operating authority of each carrier which is the subject of the pooling agreement" be provided as an appendix due to the volume of screen printouts this would entail and their availability on the FMCSA website.


N. REQUESTED ACTION

Because, as in Three Way Corporation, supra and Atlas Van Lines, et al. – Pooling Agreement, supra, the requested modifications to the Mayflower pooling agreement are not of major transportation importance, and further because there is no substantial likelihood that the agreement will unduly restrain competition, the applicants respectfully request that the Board approve this application without a hearing.

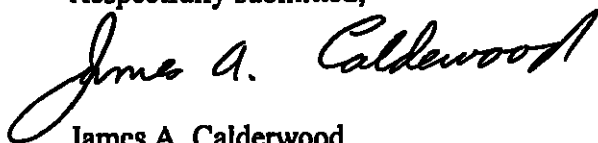
O. CERTIFICATION BY APPLICANTS

(49 C.F.R. § 1184.2(m))

I, Patrick J. Larch, Jr., President of Mayflower Transit, LLC, do hereby certify that the representations made in this application are, to the best of my knowledge and belief, true and complete.


Patrick J. Larch, Jr., President

Respectfully submitted,



James A. Calderwood
Zuckert, Scoutt & Rasenberger L.L.P.
888 17th Street, N.W., Suite 700
Washington, D.C. 20006
Telephone: 202-298-8660
Fax: 202-342-0683
Email: jacalderwood@zsrlaw.com

Appendix A – List of Carrier Agents

Appendix B – Pooling Policy Modification Agreement

Appendix C – Caption Summary for Federal Register Publication

APPENDIX A

LIST OF CARRIER AGENTS AND MAYFLOWER SUBSIDIARY CARRIERS

CARRIER AGENTS OF MAYFLOWER TRANSIT, LLC		
Agent Name	State	Agent Own Authority
"B" TRANSFER, INC.	ID	MC 120593; DOT 20016
A & A TRANSFER & STORAGE, INC.	FL	MC 128469, 134583, 180287, 512268, 197967, DOT 89741, 89742, 517309, 1324626, 320322
AAA ASSOCIATES MOVING & STORAGE, L L C	AL	MC 403185; DOT 938216
ADMIRAL MOVING SERVICES, INC.	AR	MC 39134; DOT 11135
AFFORDABLE QUALITY MOVING & STORAGE, INC.	CA	MC 309073, DOT 659014
ALEXANDER TRANSFER COMPANY, INCORPORATED	TN	MC 266430, DOT 534684
ALL AMERICAN MOVING GROUP, LLC	TN	MC 416653, 251558, 134088, 234379, 234380, 251572, 251600, 251598, 251601, 251578, 257306, 251603, 251570, 251580, 180860, 251549, 251559, 251553, 251576, 251561, 251552 DOT 1029379, 1031103, 223966, 1031111, 1031126, 1031128, 1031129, 1031140, 1031133, 1031149, 500492, 1031159, 1031163, 1031166, 1031177, 1031173, 1031181, 1031188, 1031210, 1031213, 1031202
ALL AMERICAN MOVING SERVICES	CO	MC 438015, 448878, 448879, 452066; DOT 283027, 1080664, 1080646, 1092012
ALL AMERICAN RELOCATION, INC	NC	MC 397148; DOT 917428
ALLEN'S TRANSFER & STORAGE, INC	ME	MC 392735, 95730, DOT 50872
ALLWRIGHT MOVING SYSTEMS, INC	WI	MC 302696, DOT 656686
AMERICAN RELOCATION & LOGISTICS, INC.	CA	MC 600257, DOT 1626792
AMODIO VAN & STORAGE, INC	CT	MC 107229; DOT 94512
ANDREWS EXPRESS & STORAGE WAREHOUSE INC.	RI	MC 129169; DOT 49918
ARMBRUSTER MOVING & STORAGE, INC	OH	MC 199935, DOT 957456
ARROW MOVING & STORAGE CO , INC.	WY	MC 96339, 490379, 555116, 265649, 476768, DOT 22889, 938664, 1247388, 1546920, 1469944, 153502
BALTIMORE STORAGE COMPANY, THE	MD	MC 2524; DOT 84665
BARKLEY TRUCK LINES, INC	SD	MC 97397; DOT 119567
BARNES MOVING & STORAGE OF NEW ENGLAND, LLC	CT	MC 337720; DOT 739847
BLUE CHIP MOVING & STORAGE, INC	CA	MC 551014; DOT 1458489, 1000390
BOER'S TRANSFER AND STORAGE, INC.	MI	MC 35974; DOT 306758, 355359
BRENDAMOUR MOVING, STORAGE & SERVICES, INC.	OH	MC 296052, 299116, 244231, DOT 628381, 644219
BROOKLINE TRANSPORTATION CO., INC	MA	MC 360044, DOT 809898
BROWN'S MOVING & STORAGE CO., INC.	NY	MC 044984, DOT 54455
BUEHLER MOVING & STORAGE CO	CO	MC 519829, DOT 1353870
C.H. COAKLEY & COMPANY, INC.	WI	MC 223008, DOT 366008
CENTRAL MOVING SYSTEMS, INC.	NJ	MC 50915, DOT 278275, 868269
CENTURY MOVING AND STORAGE, INC.	IL	MC 299430, DOT 631436
CHARLOTTE VAN & STORAGE CO , INC	NC	MC 147939; DOT 97104
CLARK TRANSFER & STORAGE COMPANY	VA	MC 172590, DOT 120046

APPENDIX A
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CARRIER AGENTS OF MAYFLOWER TRANSIT, LLC		
Agent Name	State	Agent Own Authority
COASTAL MOVING & STORAGE	FL	MC 397601; DOT 920953
CONLEE-GARRETT MOVING & STORAGE	TX	MC 133712; DOT 115045
CONTINENTAL VAN LINES, INC	WA	MC 118805; DOT 11997
CORPUS CHRISTI TRANSFER COMPANY	TX	MC 69361; DOT 136463
CROWN MOVING COMPANY, INC.	WA	MC 407222; DOT 950081
CUMMINGS MOVING SYSTEMS, LLC	OR	MC 417308, 419840; DOT 998394
DAHILL MOVING & STORAGE CO., INC.	NY	MC 87165; DOT 86492
DARYL FLOOD, INC.	TX	MC 513590; DOT 563761
DEBO MOVING AND STORAGE, INC.	PA	MC 200373; DOT 800131
DENNIS STORAGE COMPANY, INC.	MD	MC 111964, 76780; DOT 6698
DICKEY TRANSFER & STORAGE, INC.	CA	MC 144580; DOT 164766
DIRCKS MOVING SERVICES, INC.	AZ	MC 398594; DOT 923640
DODGE MOVING & STORAGE CO., INC.	MO	MC 15232; DOT 73351
E. STEWING, INC.	CT	MC 94040; DOT 58283
EAST SIDE VAN & STORAGE CO.	OR	MC 1584; DOT 78131
FRANK HUNTER AND SON	MI	MC 107677; DOT 71985
GLENWOOD TRANSIT LINE, INC	IA	MC 2729; DOT 73818
GRAHAM TRANSFER & STORAGE CO	MS	MC 9126, 133842; DOT 153074
H & S TRANSFER COMPANY	GA	MC 129267; DOT 92748
HERLIHY MOVING & STORAGE, INC	OH	MC 129321; DOT 183389
HIDDEN VALLEY MOVING & STORAGE INC	CA	MC 417350, 514489, 172544, 448574, 514447; DOT 1001586, 1332226, 1049547, 1111928, 1332016
HILL'S VAN SERVICE OF MARION COUNTY	FL	MC 153052; DOT 891549
IMS RELOCATION	TX	MC 292093; DOT 607998
INTERNATIONAL WAREHOUSING & DISTRIBUTION COMPANY	TX	MC 383490; DOT 876909
JOE MOHOLLAND MOVING	VA	MC 217529, 332469, 252475, 143559, 515303; DOT 486221, 726768, 300508, 163648
JONES MOVING & STORAGE COMPANY	TX	MC 009287, 136592; DOT 136532
JORDAN'S MISHAWAKA TRANSFER, INC.	IN	MC 123776, 13944; DOT 12323
KATO MOVING & STORAGE COMPANY	MN	MC 141342; DOT 164252
KLAMATH MOVING & STORAGE	OR	MC 462745; DOT 1174508
KLAVUHN MOVING & STORAGE CO , INC.	MD	MC 104116 , DOT 37555
L & L VAN LINES, INC.	KS	MC 121494; DOT 179996
LEE MOVING, INCORPORATED	VA	MC 425414; DOT 342973
LINCOLN MOVING & STORAGE CO., INC.	WA	MC 339; DOT 153161
LINDSAY TRANSFER AND STORAGE, INC.	GA	MC 468785; DOT 830257
MAROADI TRANSFER & STORAGE, INC.	PA	MC 156338; DOT 137748
MCLAUGHLIN TRANSPORTATION SYSTEMS, INC.	NH	MC 110960, 63020, 74451; DOT 154194, 363252
METRO MOVING AND STORAGE CO., INC	CO	MC 448877; DOT 283991
MOLLOY BROS MOVING AND STORAGE	NY	MC 144078; DOT 241034
MONROE MOVERS, INC	WI	MC 60727; DOT 147327
MOUNTAIN WEST MOVING & STORAGE	OR	MC 32038; DOT 43827
MULLEN BROS. MOVING & STORAGE CO	MA	MC 68908; DOT 439486, 55317
NESTOR & SONS, LLC	TN	MC 343680; DOT 772377
NEW BELL STORAGE	VA	MC 316166, 60607; DOT 121052

APPENDIX A
cont'd.

CARRIER AGENTS OF MAYFLOWER TRANSIT, LLC		
Agent Name	State	Agent Own Authority
NILSON VAN & STORAGE	SC	MC 109331; DOT 122025
OLSEN & FIELDING MOVING SERVICES	CA	MC 490993, 491061, DOT 1256733, 1256710
PATTERSON STORAGE WAREHOUSE CO, INC.	NC	MC 99696, 65579; DOT 169359, 274784
PENN VAN & STORAGE CO.	CA	MC 082348; DOT 56225
PIEDMONT MOVING SYSTEMS	CA	MC 294400; DOT 613749
PIONEER VAN & STORAGE CO.	CA	MC 11449, DOT 9444
PRATT MOVING & STORAGE, INC.	WA	MC 89215, DOT 27491
PREMIER MOVERS, INC.	UT	MC 487503, 284191, DOT 1237890, 586620
PREMIER TRANSFER & STORAGE, INC.	VA	MC 513315; DOT 1324651
PYRAMID LOGISTICS SERVICES, INC.	CA	MC 359817; DOT 809223
RAY MOVING & STORAGE, INC.	NC	MC 42501, DOT 284350
ROAN'S TRANSFER & STORAGE, INC.	PA	MC 61849, DOT 38232
ROEDERER TRANSFER & STORAGE CO.	IA	MC 21390, DOT 55777
SAN DIEGO VAN & STORAGE COMPANY	CA	MC 72846, DOT 50491
SCHURMAN-LANGE COMPANY, INC.	IN	MC 62574; DOT 70801
SCOBAY MOVING & STORAGE, LTD.	TX	MC 491928; DOT 1274056
SCOTT RELOCATION SERVICES, INC	MA	MC 460484 ; DOT 1143269
SELECT VAN & STORAGE CO.	NE	MC 448741, 448744, 138419; DOT 1098759, 1098766, 53362
SHAHEEN MOVING & STORAGE SERVICES	OH	MC 461946; DOT 1270437
SHEPARD'S, INC.	CT	MC 141059; DOT 147666
SINCLAIR MOVING & STORAGE, INC.	NJ	MC 43733; DOT 49003
STEVENSON TRANSFER, INC	IL	MC 212156; DOT 395084
STUDDARD RELOCATION SERVICES, LLC	MO	MC 497605; DOT 1274176
SUHR TRANSPORT	MT	MC 46313; DOT 30168
TAKIN BROS. TRANSFER & STORAGE CO.	IA	MC 52883; DOT 199663
THE 'AL' NAISH MOVING & STORAGE CO	OH	MC 43714; DOT 81413
THE MOVING COMPANY, INC	CA	MC 352914; DOT 790186
UNION TRANSFER AND STORAGE, INC.	WI	MC 76275; DOT 74457
VAN HORN TRANSFER AND STORAGE COMPANY	FL	MC 614619; DOT 89994
VBO RELO	CA	MC 603891; DOT 1638710
VIP TRANSPORT, INC	CA	MC 610055, DOT 1658456
VIRGINIA TRANSFER & STORAGE CO.	VA	MC 333836, DOT 729598
W.J. DONOVAN, INC.	MA	MC 225019; DOT 313769
WHITTIER TRANSFER & STORAGE CO, INC.	CA	MC 79364, DOT 57419
WORLD WIDE MOVERS, INC.	AK	MC 60190, 175685, 162470; DOT 12093, 248628, 881692
WORLDWIDE MOVING AND STORAGE, INC.	CA	MC 133711; DOT 58760
WRIGHT-WAY MOVING SYSTEMS, INC.	WA	MC 490533; DOT 1250030

APPENDIX A
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GOVERNMENT & MILITARY CARRIERS OWNED AND CONTROLLED BY MAYFLOWER TRANSIT, LLC		
Agent Name	State	Agent Own Authority
ALLSTAR MAYFLOWER, LLC	MO	MC 323205; DOT 697805
BEST MAYFLOWER, LLC	MO	MC 323192; DOT 697815
EAGLE MAYFLOWER, LLC	MO	MC 323204; DOT 697806
ELDER MOVING & STORAGE, LLC	MO	MC 202722; DOT 1076577
FLAGSHIP MAYFLOWER, LLC	MO	MC 298052; DOT 624910
GRAND MAYFLOWER, LLC	MO	MC 323203; DOT 697807
ITEMIZED EXPRESS, LLC	MO	MC 298053; DOT 624916
MAYFLOWER VAN LINES, LLC	MO	MC 323201; DOT 697810
MAYFLOWER MILITARY MOVERS, LLC	MO	MC 323202; DOT 697808
NORTH STAR VAN LINES, LLC	MO	MC 298055; DOT 634677
PILGRIM VAN LINES, LLC	MO	MC 298046; DOT 624020
PROGRESSIVE VAN LINES, LLC	MO	MC 298048; DOT 624896
PROVINCIAL VAN LINES, LLC	MO	MC 298049; DOT 624901
QUEST MAYFLOWER, LLC	MO	MC 323189; DOT 697816
STEALTH MAYFLOWER, LLC	MO	MC 323197; DOT 697813
TRANS MAYFLOWER, LLC	MO	MC 323199; DOT 697812
UNIFORM EXPRESS MOVERS, LLC	MO	MC 298051; DOT 624905
VIRTUAL MAYFLOWER, LLC	MO	MC 323200; DOT 697811
ZIPP MAYFLOWER, LLC	MO	MC 323196; DOT 697814

APPENDIX B

MAYFLOWER POOLING POLICY MODIFICATION AGREEMENT

It is the policy of Mayflower Transit, LLC ("Mayflower") that its agents registered with the Federal Motor Carrier Safety Administration as a motor carrier of household goods ("operating authority") will not utilize that operating authority for interstate household goods moves as defined at 49 U.S.C. § 14302(h)(1), except, subject to Mayflower policies, for service to the government including the Department of Defense. In addition, policies of Mayflower pertaining to the distribution of revenue to agents and equipment leasing, as well as the form of agency agreement will be removed from the pooling arrangement but, will continue as a matter of contract between Mayflower and its agents. Finally, any prohibitions or restrictions against carrier agents from possessing broker authority or filing their own separate tariff will be removed from the pooling arrangement

These policies have been adopted by the Mayflower Board of Directors and as such are operative with respect to agents under the agency agreements.

APPENDIX C
CAPTION SUMMARY FOR FEDERAL
REGISTER PUBLICATION

DEPARTMENT OF TRANSPORTATION
[STB DOCKET NO. MC-F-17950]

Mayflower Transit, LLC – Pooling Modification

A pooling modification on behalf of Mayflower Transit, LLC and its carrier agents and certain carriers owned or controlled by Mayflower or its carrier agents that participate in shipments for the government, including the Department of Defense, has been filed in accordance with 49 U.S.C. § 14302. The Board has determined initially that the modification may [be of major transportation importance] or [there is a substantial likelihood that the pooling agreement will unduly restrain competition] [or both]. In accordance with 49 C.F.R. § 1184.2 those wishing to comment should submit verified statements to the Board by _____, 2008.